

The following amendments are made to the Bylaws of the University Neighbourhoods Association:

1. The definition of “Faculty and Staff Housing” in Bylaw 1.1 is deleted.

2. The definition of “Land Use Plan” in Bylaw 1.1 is replaced by the following:

Land Use Plan means the land use plan for the UBC Point Grey campus, deemed adopted by section 37(1) of the *Municipalities Enabling and Validating Act (No. 3)*, SBC 2001, c 44, as amended or replaced from time to time.

3. The definition of “Local Areas” in Bylaw 1.1 is replaced by the following definition of “Local Area”:

Local Area means an area designated on a land use map in the Land Use Plan as a neighbourhood, neighbourhood housing area, or area similarly described.

4. The definition of “Student Housing” in Bylaw 1.1 is replaced by the following:

Student Housing means a primarily residential building that contains housing purpose-built for students of UBC or UBC’s affiliated theological colleges, including students visiting from other educational institutions.

5. The definition of “Treasurer” in Bylaw 1.1 is deleted.

6. Bylaw 2.2 is replaced by the following:

- 2.2.** To be eligible to be a member, a person must
- (a) be at least 18 years of age, and
 - (b) except for persons who are members pursuant to Bylaw 2.1(b), reside in a Local Area (other than in Student Housing) or in a Designated Building.

7. Bylaw 4.14 is replaced by the following:

4.14 Voting on ordinary resolutions at a general meeting shall be by show of hands. Voting on special resolutions at a general meeting shall be by ballot provided that at any meeting the members may agree by ordinary resolution to vote by a show of hands on a special resolution. Every ballot cast upon a poll and every proxy appointing a proxyholder who casts a ballot upon a poll shall be retained by the Association for a period of 3 months after the general meeting and shall be subject to inspection by a member at the business office of the Association during normal business hours.

8. Bylaws 6.2 and 6.3 are replaced by the following:

6.2 The number of directors is 7.

6.3 [Deleted]

9. Bylaw 6.12 is replaced by the following:

6.12 The annual amount of the stipend for 2023 is \$6,944 for service as a director other than the Chair and \$10,416 for service as the Chair. The annual amount of the stipend for each subsequent year shall be determined by multiplying the annual amount of the stipend for the preceding year by the ratio of the Consumer Price Index for that preceding year to the Consumer Price Index for the year that is two years preceding. For this purpose, the Consumer Price Index for a year is the annual average all-items Consumer Price Index for the year for British Columbia, not seasonally adjusted, as determined by Statistics Canada.

10. Bylaws 7.1 to 7.10 are replaced by the following:

7.1 The Board must meet at least 6 times in each calendar year.

7.2 A Board meeting may be an electronic meeting (as defined in the Societies Act).

7.3 The Chair is to determine the dates and times of regular Board meetings, and the location of the meetings at which Directors must or may participate in person.

7.4 At the request of two or more Directors, the senior manager (or delegate) must convene a Board meeting.

7.5 The quorum for a Board meeting is a majority of the Directors at the time of the meeting.

7.6 Except as otherwise provided in this Bylaw, the Chair is to chair a Board meeting. If the Chair is not present (in person or electronically) within 30 minutes after the time for the start of the meeting, if the Chair has given notice that he or she will not attend the meeting, or if there is no Chair, the Directors present shall choose a Director to chair the meeting. If the Directors elect a Chair at a Board meeting, the Chair shall thereupon commence to chair the meeting.

7.7 The chair of a Board meeting may make or second a motion.

7.8 Except as otherwise provided in rules of procedure adopted by the Board, a motion is carried only if a majority of the votes cast are in favour of the motion. In the case of an equality of votes, the chair does not have a second vote.

7.9 The Board may establish rules of procedure for Board meetings. A rule that is inconsistent with these Bylaws is ineffective to the extent of the inconsistency.

7.10 If a Board meeting includes an open session, residents of the Local Areas and Designated Buildings must be permitted to attend the session.

11. Bylaw 7.11 is renumbered as 7.12 and the following Bylaw 7.11 is added:

7.11 The Directors may adopt a motion without meeting by consenting in writing to the motion unanimously (excluding abstentions). For greater certainty, writing includes email.

12. The heading to Bylaws 8.1 to 8.8 is replaced by “UBC MEMBERS”.

13. The portion of Bylaw 8.2 before paragraph (a) thereof is replaced by the following:

8.2 The Board may, by resolution, exclude the UBC Members from attending the portion of a closed or restricted closed session of a Board meeting that involves consideration of a matter for which it can reasonably be concluded that UBC may be adverse in interest to the Association, but only if the UBC Members are

14. Bylaw 9.1 is replaced by the following:

9.1 The officers of the Association consist of a Chair and a Secretary. An officer holds his or her office until the earlier of the election of a successor or the time at which the officer ceases to be a Director.

15. Bylaws 9.3 and 9.4 are deleted.

16. The following Bylaw 9.3 is added:

9.3 The Board may, from time to time, appoint a Director to act in place of the Chair while the Chair is absent or otherwise unable to perform his or her functions.

17. Bylaws 17.1 to 17.6 and the heading to them are deleted.